

HC

X RETAIN

Thomas J. Catliota , U. S. BANKRUPTCY JUDGE

Evidentiary Hrg: *Y* N
Exhibits Filed: *Y* N

PROCEEDING MEMO - CHAPTER 11

Date: 05/28/2020 Time: 12:00

CASE: 20-14583 Creative Hairdressers, Inc. and Ratner Companies, L.C.

Daniel Joseph Zeller and Joel I. Sher and Richard Marc Goldberg
representing Creative Hairdressers, Inc. (Debtor)

Joel I. Sher representing Ratner Companies, L.C. (Jointly Administered
Debtor)

L. Jeanette Rice and Lynn A. Kohen representing US Trustee - Greenbelt
11 (U.S. Trustee)

(no aty) Regency Centers, L.P. (Cred. Comm. Chair)

(no aty) SITE Centers Corp. (Creditor Committee)

(no aty) LaDove, Inc. (Creditor Committee)

(no aty) J Global Printing d/b/a More Vang (Creditor Committee)

(no aty) Nicole Olson (Creditor Committee)

Jonathan Harold Todt and Keith N. Costa and Patrick A. Jackson
representing The Official Committee of Unsecured Creditors (Creditor
Committee)

[241] Objection on behalf of Greenway Plaza LLC Filed
by Leonidas Koutsouftikis (related document(s) 1
Exhibit Exhibit 1)

MOVANT : Greenway Plaza LLC BY L Koutsouftikis

[254] Objection on behalf of XCO Software, LLC Filed by
Patricia B. Jefferson (related document(s) 1
Exhibit Exhibit A- Invoices)

MOVANT : XCO Software, LLC BY P Jefferson

[265] Objection on behalf of United HealthCare Services,
Inc. Filed by Stephen E. Leach (related document(s)
2 Proposed Order)

MOVANT : United HealthCare Services, Inc. BY S Leach

[278] Objection on behalf of ACP Burlington, LLC, ACP
Cumberland Associates, L.L.C., ACP Jersey Associates,
LLC Filed by Patricia B. Jefferson (related document(s)
147 Notice filed by Debtor Creative Hairdressers,
Inc.).

MOVANT : ACP Jersey Associates, LLC ACP Burlington, LLC ACP Cumberland
Associates, L.L.C. BY P Jefferson J Murphy P Jefferson J Murphy P Jefferson J
Murphy

[299] Objection on behalf of Shortcuts Software Inc. Filed by Kevin Davis (related document(s) 1 Exhibit 1)

MOVANT : Shortcuts Software Inc. BY K Davis J August

[301] Objection on behalf of Simon Property Group, Inc. Filed by Joyce A. Kuhns (related document(s) 1 Exhibit A)

MOVANT : Simon Property Group, Inc. BY J Kuhns

[308] Objection on behalf of Washington Prime Group Inc. Filed by David Sommer (related document(s) 1 Exhibit A)

MOVANT : Washington Prime Group Inc. BY D Sommer R Gold

[309] Objection on behalf of ARCP MT Hagerstown MD, LLC Filed by Craig B. Young (related document(s) 147 Notice filed by Debtor Creative Hairdressers, Inc.).

MOVANT : ARCP MT Hagerstown MD, LLC BY C Young L Peters

[312] Amended Objection on behalf of ARCP MT Hagerstown MD, LLC Filed by Craig B. Young (related document(s) 147 Notice filed by Debtor Creative Hairdressers, Inc.) (Young, Craig) Modified on 5/15/2020 (Harper, Vicky).

MOVANT : ARCP MT Hagerstown MD, LLC BY C Young L Peters

[313] Objection on behalf of Standish Samoset Associates Limited Partnership, W/S Ware Properties OP LLC, Wareham Properties LLC Filed by Marissa K Lilja (related document(s) 1 Exhibits)

MOVANT : Wareham Properties LLC W/S Ware Properties OP LLC Standish Samoset Associates Limited Partnership BY M Lilja A Grochal J Wallack J Antwi M Lilja A Grochal J Wallack J Antwi M Lilja A Grochal J Wallack J Antwi

[314] Objection on behalf of George Roberts Filed by Stephanie Roberts, POA for George Roberts (related document(s) 1 Certificate of Service)

MOVANT : GEORGE ROBERTS (no aty)

[316] Objection on behalf of GTT Communications, Inc. Filed by Leo Wesley Ottey Jr. (related document(s) 3 Exhibit Exhibit A Part 3)

MOVANT : GTT Communications, Inc. BY L Ottey D Nowak

[329] Objection on behalf of CAS Severn, Inc. Filed by Alan D. Eisler (related document(s) 3 Proposed Order)

MOVANT : CAS Severn, Inc. BY A Eisler

[330] Objection on behalf of Q-R Spring Hill, LLC Filed by Bradshaw Rost (related document(s) 147 Notice filed by Debtor Creative Hairdressers, Inc.).

MOVANT : Q-R Spring Hill, LLC BY B Rost

[332] Objection on behalf of BRE RC Commons WV LLC, BRE RC First Colony MD LLC Filed by Bradshaw Rost (related document(s) 147 Notice filed by Debtor Creative Hairdressers, Inc.).

MOVANT : BRE RC First Colony MD LLC BRE RC Commons WV LLC BY B Rost B Rost

[333] Objection on behalf of Publix Super Markets, Inc., Real Sub, LLC Filed by Katie Lane Chaverri (related document(s) 1 Exhibit "A")

MOVANT : Publix Super Markets, Inc. Real Sub, LLC BY K Chaverri S Lieb K Chaverri S Lieb

[335] Amended Objection on behalf of GTT Communications, Inc. Filed by Leo Wesley Ottey Jr. (related document(s) 147 Notice filed by Debtor Creative Hairdressers, Inc.). (Ottey, Leo) Modified on 5/18/2020 (Maloney-Raymond, Michelle).

MOVANT : GTT Communications, Inc. BY L Ottey D Nowak

[336] Objection on behalf of Publix Super Markets, Inc., Real Sub, LLC Filed by Katie Lane Chaverri (related document(s) 147 Notice filed by Debtor Creative Hairdressers, Inc.).

MOVANT : Publix Super Markets, Inc. Real Sub, LLC BY K Chaverri S Lieb K Chaverri S Lieb

[338] Objection on behalf of DLC Management Corp., Inland Commercial Real Estate Services LLC, RPT Realty, L.P., Westfield, LLC, Wheeler Real Estate Investment Trust, Inc. Filed by David Sommer (related document(s) 1 Exhibit 1)

MOVANT : Inland Commercial Real Estate Services LLC RPT Realty, L.P. DLC Management Corp. Westfield, LLC Wheeler Real Estate Investment Trust, Inc. BY D Sommer K Newman D Sommer K Newman D Sommer K Newman D Sommer K Newman D Sommer K Newman

[342] Objection on behalf of DPF Suniland LLC Filed by Maria Ellena Chavez-Ruark (related document(s) 1 Certificate of Service) (Chavez-Ruark, Maria)

MOVANT : DPF Suniland LLC BY M Chavez-Ruark D Perry

[343] Objection on behalf of Levin Management Corporation, Retail Sites, LLC Filed by Katie Lane Chaverri (related document(s) 147 Notice filed by Debtor Creative Hairdressers, Inc.).

MOVANT : Levin Management Corporation Retail Sites, LLC BY K Chaverri J Lemkin K Chaverri J Lemkin

[344] Objection on behalf of Parcel C Property, LLC Filed by Stephen A. Metz (related document(s) 147 Notice filed by Debtor Creative Hairdressers, Inc.).

MOVANT : Parcel C Property, LLC BY S Metz

[345] Objection on behalf of Ziff Stony Point I, LLC Filed by Lawrence A. Katz (related document(s) 3 Exhibit C)

MOVANT : Ziff Stony Point I, LLC BY L Katz

[347] Objection on behalf of Salesforce.com, Inc. Filed by James M. Hoffman (related document(s) 1 Declaration of Kevin Ramirez)

MOVANT : Salesforce.com, Inc. BY J Hoffman

[349] Objection on behalf of Lake County Trust Company Filed by Leonidas Koutsouftikis (related document(s) 1 Exhibit 1)

MOVANT : Lake County Trust Company BY L Koutsouftikis

[353] Objection on behalf of Infor (US), Inc. Filed by Jeffrey Rhodes (related document(s) 1 Certificate of Service)

MOVANT : Infor (US), Inc. BY J Rhodes B Hall

[354] Objection on behalf of IRC Shops at State Place LLC, Pulaski Promenade, LLC, IRC Warsaw, LLC, IRC Prairie Crossing, LLC, IRC Mapaleview, LLC, IRC Four Flaggs, LLC, IRC University Crossings, LLC, IRC Bohl Farm LLC, IRC Schaumburg Plaza LLC, IRC North Aurora Venture Filed by Bradshaw Rost (related document(s) 147 Notice filed by Debtor Creative Hairdressers, Inc.).

MOVANT : IRC North Aurora Venture IRC Schaumburg Plaza LLC IRC Bohl Farm LLC IRC University Crossings, LLC IRC Four Flaggs, LLC IRC Mapaleview, LLC IRC Prairie Crossing, LLC IRC Warsaw, LLC Pulaski Promenade, LLC IRC Shops at State Place LLC BY B Rost B Rost B Rost B Rost B Rost B Rost B Rost B Rost B Rost

[355] Objection on behalf of FedEx Supply Chain, Inc. Filed by Peter D Blumberg (related document(s) 1 Exhibit A - Aging Report)

MOVANT : FedEx Supply Chain, Inc. BY P Blumberg

[356] Response on behalf of Weingarten Realty Investors Filed by Ira T Kasdan (related document(s) 147 Notice filed by Debtor Creative Hairdressers, Inc.).

[357] Objection on behalf of Cherry Hill Retail Partners, LLC Filed by Jeremy S. Friedberg (related document(s) 1 Exhibit 1: Open Item Statement)

MOVANT : Cherry Hill Retail Partners, LLC BY J Friedberg J Rosenthal R Buehler

[358] Objection on behalf of Acadia Realty Limited Partnership, Apollo Net Lease Corporation, Brixmor Operating Partnership LP, Broaddale Center Limited Partnership, Brookfield Property REIT, Inc., Deutsche Asset and Wealth Management, Edens, Federal Realty Investment Trust, Heidenberg Properties, LLC, New Market Properties LLC, PGIM Real Estate, Retail Properties of America, Inc., Saucon Valley Lifestyle Center, L.P., The Forbes Company, The Macerich Company, Vienna Plaza Associates Limited Partnership Filed by Michelle McGeogh (related document(s) 22 Motion for Miscellaneous Relief filed by Debtor Creative Hairdressers, Inc.)

[illegible]

[359] Objection on behalf of Acadia Realty Limited Partnership, Apollo Net Lease Corporation, Brixmor Operating Partnership LP, Broaddale Center Limited Partnership, Brookfield Property REIT, Inc., Deutsche Asset and Wealth Management, Edens, Federal Realty Investment Trust, Heidenberg Properties, LLC, New Market Properties LLC, PGIM Real Estate, Retail Properties of America, Inc., Saucon Valley Lifestyle Center, L.P., The Forbes Company, The Macerich Company, Vienna Plaza Associates Limited Partnership Filed by Matthew G. Summers (related document(s) 83 Exhibit 83)

[illegible]

[360] Objection on behalf of Regency Centers, L.P., SITE
Centers Corp., Teachers Insurance Annuity Association
Filed by Ira T Kasdan (related document(s) 147

Notice filed by Debtor Creative Hairdressers, Inc.
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MOVANT : Teachers Insurance Annuity Association Regency Centers, L.P. SITE
Centers Corp. BY I Kasdan R LeHane J Raviele I Kasdan R LeHane J Raviele I
Kasdan R LeHane J Raviele

[361] Objection on behalf of Datatility, Inc. Filed by
Patricia B. Jefferson (related document(s) 1
Exhibit Exhibit A)

MOVANT : Datatility, Inc. BY P Jefferson

[364] Amended Response on behalf of Weingarten Realty
Investors Filed by Ira T Kasdan (related document(s)
356 Response filed by Creditor Weingarten Realty
Investors).

MOVANT : Weingarten Realty Investors BY I Kasdan I Gold

[392] Amended Objection on behalf of Saker Shoprites,
Inc. Filed by Donald F. Campbell Jr. (related document(s)
3 Certificate of Service) (Campbell, Donald)
Modified on 5/20/2020 (Maloney-Raymond, Michelle).

MOVANT : Saker Shoprites, Inc. BY W Fisher D Campbell

[396] Supplemental Response on behalf of College Park
II, LLC, Kravco Company Filed by Matthew G. Summers
(related document(s) 2 Exhibit 2)

MOVANT : Kravco Company College Park II, LLC BY M Summers M Summers

[401] Amended Limited Objection on behalf of BC Exchange
Suniland Master Tenant LLC, successor in interest
to DPF Suniland LLC Filed by Maria Ellena Chavez-Ruark
(related document(s) 1 Certificate of Service)
(Chavez-Ruark, Maria) Modified on 5/22/2020 (Maloney-Raymond,
Michelle).

MOVANT : BC Exchange Suniland Master Tenant LLC BY M Chavez-Ruark

[424] Objection on behalf of GFS Realty LLC, Ahold Real
Estate Company, LLC Filed by Stephen A. Metz (related
document(s) 6 Exhibit F)

MOVANT : Ahold Real Estate Company, LLC GFS Realty LLC BY S Metz S Metz

[432] Objection on behalf of DLC Management Corp., Inland
Commercial Real Estate Services LLC, RPT Realty,
L.P. Filed by David Sommer (related document(s)
1 Exhibit 1)

MOVANT : Inland Commercial Real Estate Services LLC RPT Realty, L.P. DLC
Management Corp. BY D Sommer K Newman D Sommer K Newman D Sommer K Newman

[433] Supplemental Objection on behalf of United HealthCare
Services, Inc. Filed by Stephen E. Leach (related
document(s) 265 Objection filed by Creditor
United HealthCare Services, Inc.).

MOVANT : United HealthCare Services, Inc. BY S Leach

[435] Supplemental Objection on behalf of Publix Super Markets, Inc., PSM Colonial Crossings, LLC, Real Sub, LLC, PSM Island Crossing, LLC, PC Property Holdings LLC, PSM Fishhawk, LLC, PSM Palm Coast, LLC, Ocala Retail Partners, LLC and PSM Dunlawton Square, LCC Filed by Katie Lane Chaverri (related document(s) 415 Notice filed by Debtor Creative Hairdressers, Inc.). (Chaverri, Katie) Modified on 5/28/2020 (Harper, Vicky).

MOVANT : Publix Super Markets, Inc. Real Sub, LLC BY K Chaverri S Lieb K Chaverri S Lieb

[440] Declaration re: of Phil Horvath In Support of Debtors' Motion For Order (A) Approving and Authorizing the Sale of Substantially All of Debtors Assets Pursuant to the Amended and Restated Asset Purchase Agreement, Free and Clear of All Liens, Claims, Encumbrances and Other Interests, (B) Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases Related Thereto, and (C) Granting Related Relief Filed by Joel I. Sher (related document(s) 137 Order on Motion for Miscellaneous Relief).

MOVANT : Ratner Companies, L.C. BY J Sher

[441] Declaration re: of Azhar Quader In Support of Sale of Assets to HC Salon Holdings, Inc Filed by Joel I. Sher (related document(s) 22 Motion for Miscellaneous Relief filed by Debtor Creative Hairdressers, Inc.).

MOVANT : HC Salon Holdings, Inc. BY C Kobbe R Chesley J Willis

[22] Motion of Debtors For Entry of Orders (I)(A) Establishing Bidding Procedures; (B) Approving Expense Reimbursement; (C) Establishing Procedures Relating to Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, Including Notice of Proposed Cure Amounts; (D) Approving Form and Manner of Notice; (E) Scheduling a Hearing to Consider Any Proposed Sale; (F) Granting Certain Related Relief; and (II) (A) Approving a Sale; (B) Authorizing Assumption and Assignment of Certain Executory Contracts and Unexpired Leases in Connection With the Sale; and (C) Granting Related Relief Filed by Creative Hairdressers, Inc. . (Attachments: #s1 Exhibit A (Proposed Order with Exhibits))

MOVANT : Creative Hairdressers, Inc. BY J Sher R Goldberg D Zeller

PLAN/DISCLOSURE STATEMENT DISPOSITIONS:

Approved _____ Denied Approval _____ Deadline to file Amended D/S _____

Other _____

Confirmed_____ as modified by _____

Denied Confirmation_____ with leave to amend by_____

Other_____

DISPOSITIONS:

Granted_____ Denied_____ Withdrawn_____ Consent_____ Default_____ Under Adv._____

Moot_____ Dismissed_____ Relief by Operation of Law (no order req.)_____

Continued to: _____

DECISION:

☐ Signed by Court

☐ Filed by Counsel

☒ To be prepared by:

☒ Movant's counsel

☐ Court

☐ Respondent's counsel

☐ Other _____

NOTES:

- Court approves SALE
- makes findings

Party Roll Call List for Hearing on May 28, 2020

The United States Bankruptcy Court for the District of Maryland is now in Session, the Honorable

Thomas J. Catliota Presiding

In the matter Creative Hairdressers, Incorporated and Ratner Companies, L.C. 20-14583

Counsel please identify yourselves and your clients for the record.

Participants: This is the order participants will be introduced

1. Counsel please identify yourselves and your clients for the record

a. Counsel for the Debtors

- **Joel Sher (Phil Horvath, Debtor's managing member)**
- **Richard Goldberg (Debtors)**
- **Paul Singerman (representing Dennis Ratner, Debtor's original owner)**
- **Irving Walker (representing Dennis Ratner)**
- **Marc Pfefferle (financial advisor to the debtor)**

b. Counsel for the Official Committee of Unsecured Creditors

- **Jonathan Harold Todt**
- **Keith Costa**

c. Counsel for the US Trustee Region Four

- **Jeanette Rice**

d. Counsel for Secure and Unsecured Creditors

- **Robert L. LeHane (Regency Centers, L.P., SITE Centers Corp., Teachers Insurance Annuity Association)**
- **Ivan Gold (Weingarten Realty Investors)**
- **Kevin Newman (DLC Management Corp., Inland Commercial Real Estate Services LLC, RPT Realty, L.P. et al)**
- **Ronald Gold (Washington Prime Group, Inc)**
- **Matthew Summers (Deutsche Asset and Wealth Management, Vienna Plaza Associates Limited Partnership, et al)**
- **Leslie Heilman (Acadia Realty LP, et al)**
- **Bradshaw Rost (JBG/Woodbridge Retail, LLC et al)**
- **Catherine Harrington (Frederick Shopping Center, LLC)**
- **Katie Chaverri and Stephanie Leib (Publix Super Markets, et al)**
- **David Sommer (Washington Prime Group, Inc)**
- **Jeffrey Rhodes and Brian Hall (Infor (US), Inc.)**
- **Stephen Metz (Simon Property Group Inc., et al.)**
- **Kevin Davis (Shortcuts Software Inc.)**

- **John August** (Shortcuts Software Inc.)
- **Lisa Tancredi** (M&T Bank)

e. Counsel for HC Salon Holdings, Inc.

- **Kevin Kobbe** (Azhar Quader, client representative)
- **Richard Chesley**
- **Jamila Willis**

Any other Counsel or individual connected to the hearing